

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK

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DATE FILED: 10/10/12

RICHARD WHITLEY, on behalf of himself and
a class of those who are similarly situated,

Plaintiff,

v.

J.P. MORGAN CHASE & CO., et al.,

Defendants.

Civil action 12-cv-2548 (JGK)

JOINT STIPULATION

and Order.

WHEREAS, on April 3, 2012, Plaintiff filed a Complaint alleging that Defendants had "dumped" certain mortgage related assets that had been owned by and held on Defendants' books by selling them to the Hospira Stable Value Fund; and

WHEREAS, on July 17, 2012, Defendants moved for summary judgment on the Complaint arguing that the undisputable facts disproved such allegations; and

WHEREAS, on September 21, 2012, Plaintiff filed a motion for leave to file a First Amended Complaint in this action; and

WHEREAS, the proposed First Amended Complaint appeared to omit the "dumping" allegations contained in the original Complaint, which averred that Defendants sold assets held on their own balance sheets to the stable value funds, but contained allegations Defendants regarded as potentially ambiguous; and

WHEREAS, Defendants' counsel sought clarification from Plaintiff's counsel regarding the allegations contained in the proposed First Amended Complaint; and

WHEREAS, while Plaintiff's counsel did not believe the First Amended Complaint was ambiguous, they responded to Defendants' request for clarification that the First Amended

Complaint does not contain the "dumping" allegations from the Complaint, as JPM uses that term, and does not allege that the challenged investments were held on Defendants' or their affiliates' balance sheets before being acquired by the stable value funds directly or indirectly; and

WHEREAS, on the basis of these representations, Defendants consent to the filing of Plaintiffs' First Amended Complaint and agree to withdraw their Motion for Summary Judgment;

NOW THEREFORE, IT IS HEREBY STIPULATED AND AGREED, by and between the undersigned counsel on behalf of Plaintiff and Defendants in the above-captioned action, subject to the approval of the Court, as follows:

1. The above representations are true and correct.
2. Defendant consents to Plaintiff's September 21, 2012 motion for leave to file the First Amended Complaint attached as Exhibit "A" to the motion, including adding additional party plaintiffs and an additional defendant.
3. The First Amended Complaint does not contain any allegation that the challenged investments were held on Defendants' or their affiliates' balance sheets before being acquired by the stable value funds.
4. Upon execution of this stipulation and approval by the Court, Plaintiff's counsel shall file the proposed First Amended Complaint attached as Exhibit "A" to the motion. Defendants shall move, answer, or otherwise respond to the First Amended Complaint on or before October 24, 2012, in accordance with the stipulated schedule entered by the Court on September 12, 2012.

5. Plaintiff reserves the right to seek leave of Court to amend his pleading should later developments in this litigation change his position with respect to the "dumping" allegations.

6. Defendants hereby withdraw their Motion for Summary Judgment. Defendants reserve the right to oppose any attempt by Plaintiff to amend his pleading to re-allege the "dumping" allegations and/or to refile their Motion for Summary Judgment in the event Plaintiff is allowed to do so.

DATED: October 9, 2012

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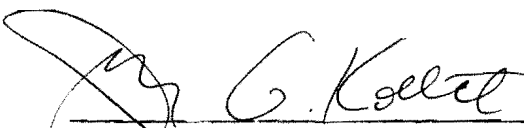
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* * *

IT IS SO ORDERED.

DATED: 10/9/12


THE HONORABLE JOHN G. KOELTL
UNITED STATES DISTRICT JUDGE